

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

Case No. 4:19-cv-00957

Judge George C. Hanks, Jr.

ORAL ARGUMENT REQUESTED

**DEFENDANTS' UNOPPOSED MOTION TO FILE UNDER SEAL
THE CORRECTED DECLARATOIN OF J. CHRISTIAN WORD AND
ACCOMPANYING EXHIBITS IN SUPPORT OF DEFENDANTS'
MOTIONS FOR SUMMARY JUDGMENT**

Pursuant to Rule 6 of the Administrative Procedures for Electronic Filing in Civil and Criminal Cases, Section (C)(7) of the Court's Procedures, and the Parties' Stipulation and Protective Order (ECF Nos. 174, 190), Defendants Alta Mesa Resources, Inc., Riverstone Holdings LLC, Harlan H. Chappelle, Stephen S. Coats, Michael E. Ellis, William D. Gutermuth, James T. Hackett, Pierre F. Lapeyre Jr., David M. Leuschen, Donald R. Sinclair, Ronald J. Smith, Jeffrey H. Tepper, Thomas J. Walker, and Diana J. Walters (together, "Defendants") hereby request leave of Court to file under seal the unredacted versions of the following: 1) Corrected Declaration of J. Christian Word in Support of Defendants' Summary Judgment Motions and accompanying Exhibits 167, 174, 186, 190, 191, 196, 198 and 278.

BACKGROUND

On June 1, 2021, the parties filed a Stipulation and Protective Order, which the Court approved on August 17, 2021 (the “Protective Order”) (ECF Nos. 174, 190). The Protective Order allows the parties to designate certain sensitive materials as “Confidential” or “Confidential – Attorney’s Eyes Only.” ECF No. 190 at ¶¶ 4-9. If a party later files a document that it has designated “Confidential” or “Confidential – Attorney’s Eyes Only,” the party must file a motion to file under seal pursuant to the Court’s procedures the Protective Order. *Id.* ¶ 24.

When a party files designated materials under seal (as required by Paragraph 24 of the Protective Order), the parties must “meet-and-confer” before, or within five (5) business days of, the filing “to discuss whether any or all of the documents require being submitted under seal, or should remain under seal.” *Id.* ¶¶ 14, 24. If the parties “are unable to reach agreement, the party objecting to the filing under seal may file a motion to unseal.” *Id.* ¶ 14.

Pursuant to the Protective Order, counsel for defendants notified all parties on December 19, 2023 of their intent to file their Motions For Summary Judgment and accompanying declaration, appendices and exhibits under seal. Plaintiffs responded that they do not object to the Motion to Seal but reserve the right to move to unseal. No parties oppose the motion.

The corrected declaration and accompanying exhibits to be filed under seal are listed in the attached Appendix.

ARGUMENT

This Court maintains “supervisory power” over its own docket and should act to deny public access to documents “where court files might ... become a vehicle for improper purposes.” *SEC v. Van Waeyenberghe*, 990 F.2d 845, 848 (5th Cir. 1993) (quoting *Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598 (1978)). Courts routinely seal the sensitive business and financial information of parties, recognizing that such information is subject to use for “improper purposes.” *See Udoewa v. Plus4 Credit Union*, 754 F. Supp. 2d 850, 884 (S.D. Tex. 2010) (granting a motion to seal where “[t]he excerpts from the [documents] at issue contain extensive financial information of a sort that is often kept confidential”) (citing *Cooper Tire & Rubber Co. v. Farese*, 2009 WL 514071, at *1 (N.D. Miss. Feb. 27, 2009) (sealing “sensitive financial documents”)).

CONCLUSION

Pursuant to Paragraph 24 of the Protective Order, the Protected Materials “must be filed under seal on CM/ECF.” Protective Order ¶ 24. Defendants therefore request that the Court grant this unopposed Motion to Seal and order the Protected Materials to remain sealed.

APPENDIX OF MATERIALS TO BE SEALED

Exhibit	Description
	Corrected Declaration of J. Christian Word in Support of Defendants' Summary Judgment Motions
Exhibit 167	March 23, 2023, Deposition Transcript of Tim Turner (Class) (Corrected).
Exhibit 174	April 19, 2023, Deposition Transcript of Harlan Chappelle (Class) (Corrected).
Exhibit 186	June 13, 2023, Deposition Transcript of Pierre F. Lapeyre, Jr. (Class) (Corrected).
Exhibit 190	July 10, 2023, Deposition Transcript of Randy Mitchell (the corporate designee for Alyeska pursuant to Federal Rule of Civil Procedure 30(b)(6)), Vol. I (Class) (Corrected).
Exhibit 191	July 11, 2023, Deposition Transcript of Randy Mitchell (the corporate designee for Alyeska pursuant to Federal Rule of Civil Procedure 30(b)(6)), Vol. II (Class) (Corrected).
Exhibit 196	July 21, 2023, Deposition Transcript of Brad Murray (Class) (Corrected).
Exhibit 198	November 10, 2023, Deposition Transcript of Steven P. Feinstein, Ph.D (Class) (Corrected).
Exhibit 278	Excerpts of the Deposition of Randy Limbacher (Class Action) taken on May 25, 2023 (New Exhibit).

Dated: February 23, 2024

Respectfully submitted,

/s/ J. Christian Word

J. Christian Word

Attorney-in-Charge for Defendants

D.C. Bar No. 461346

S.D. Tex. Bar No. 3398485

LATHAM & WATKINS LLP

555 Eleventh Street, NW
Suite 1000
Washington DC 20004
(202) 637-2200
Christian.Word@lw.com

Of Counsel:
Heather A. Waller
IL Bar No. 6302537
S.D. Tex. Bar No. 2886108
LATHAM & WATKINS LLP
330 North Wabash Avenue, Suite 2800
Chicago, IL 60611
Tel: (312) 876-7700
Fax: (312) 993-9767

*Counsel for Defendants Alta Mesa
Resources, Inc., f/k/a Silver Run
Acquisition Corporation II; Riverstone
Holdings LLC; Harlan H. Chappelle;
Stephen S. Coats; Michael E. Ellis;
William D. Gutermuth; James T.
Hackett; Pierre F. Lapeyre, Jr.; David
M. Leuschen; Donald R. Sinclair;
Ronald J. Smith; Jeffrey H. Tepper;
Thomas J. Walker; and Diana J. Walters*

Walter M. Berger
TX Bar No. 00798063
Attorney-in-Charge
WINSTON & STRAWN LLP
800 Capitol Street, Suite 2400
Houston, TX 77002-2925
Tel.: (713) 615-2699
Fax: (713) 651-2700
cberger@winston.com

Of Counsel:
Katherine A. Preston
TX Bar No. 24088255
WINSTON & STRAWN LLP
800 Capitol Street, Suite 2400
Houston, TX 77002-2925

Tel.: (713) 615-2699
Fax: (713) 651-2700
kpreston@winston.com

John E. Schreiber (*pro hac vice*)
CA Bar No. 261558

WINSTON & STRAWN LLP

333 S. Grand Ave., 38th Floor

Los Angeles, CA 90071

Tel.: (213) 615-1700

Fax: (213) 615-1750

JSchreiber@winston.com

*Co-Counsel for Harlan H. Chappelle,
Michael E. Ellis*

CERTIFICATE OF SERVICE

I certify that on February 23, 2024, a true and correct copy of the foregoing document was filed with the Clerk of Court using the CM/ECF system, which will send electronic notification of such filing to all counsel of record. Additionally, the foregoing document was served to all counsel of record via secure file transfer.

/s/ J. Christian Word

J. Christian Word